

## Terms of Reference

### Gloucestershire Voluntary, Community and Social Enterprise Strategic Partnership (Wellbeing)

#### Background

The Voluntary, Community and Social Enterprise (VCSE) Sector in Gloucestershire and the public sector partner organisations in One Gloucestershire Integrated Care System (ICS) have agreed to work together, in equal partnership, to address health inequalities and make Gloucestershire a better and healthier place to live and work. The basis of this agreement is set out in a Memorandum of Understanding (MoU) which has been developed through a programme of events held with members of the VCSE sector and the ICS and agreed by members of the VCSE on 26 April 2022.

#### Purpose

The purpose of Gloucestershire VCSE Strategic Partnership (Wellbeing) – from here on referred to as the VCSE Strategic Partnership - is to provide the overall strategic direction and governance of VCSE engagement with One Gloucestershire ICS and to act as convenors and connectors of the VCSE sector as a whole. This includes:

- Overseeing the implementation of the MoU between the VCSE and the ICS.
- Promoting a culture of collaboration both within the VCSE and between the VCSE and the ICS.
- Setting strategic priorities for VCSE sector engagement with the ICS.
- Representing the VCSE across ICS governance and decision-making bodies at system level.
- Facilitating communication at a senior level between the public sector and the VCSE sector and ensuring a flow of information between them.
- Triaging requests for VCSE representation.
- Providing good governance, ensuring that representation is effective and accountable to the VCSE.

#### Scope of this document

These Terms of Reference are intended to provide a framework within which the Partnership can operate while leaving flexibility for decisions which are best made by its members.

#### Membership

VCSE Strategic Partnership members must be employed or working in a voluntary capacity in a Gloucestershire VCSE organisation or group that is either directly concerned with wellbeing, health or social care or operates in an area which broadly impacts on citizens' wellbeing such as transport, housing, debt advice or community development, and is:

- A constituted voluntary or community organisation
- A registered charity
- A charitable incorporated organisation (CIO)
- A not-for-profit company

- A community interest company (CIC)
- A community benefit society

An organisation must:

- Offer its products and services for general public benefit without restrictions and barriers, such as affordability.
- Have a majority of board or committee members who are not related. Related can mean:
  - Related by marriage
  - In a civil partnership with each other
  - In a long-term relationship with each other
  - Related through a long-term partner
  - Living at the same address
  - Related by blood

An organisation that is not a charity must:

- Reinvest at least 50% surpluses into pursuing its social mission.
- Have a constitutional or contractual lock on its social mission, its dividend and surplus distribution policy and 'asset lock'.

(If an organisation is a charity, then all its assets are treated as charitable funds.)

The VCSE Strategic Partnership is limited to 12 members to allow effective meetings. This may be reviewed by the VCSE Strategic Partnership at any time.

In order to reflect the diversity of the sector, VCSE Strategic Partnership membership is made up of:

- At least 3 people from organisations that are user or community led; by this we mean organisations that are led by the people they serve and are primarily accountable to them.
- At least 3 people from organisations with a turnover below £500,000.
- At least 3 people from organisations with a turnover in excess of £500,000.
- An additional 2 people from any of the above groups.
- A representative of the hosting organisation; this is currently the Gloucestershire VCS Alliance.

## **Appointment**

Up to 9 VCSE Strategic Partnership members are appointed by an election process, following self-nomination.

In 2025 half the existing elected members will stand down and there will be an election to fill these places. From then onwards elections will take place every 2 years, with half the elected members standing down on each occasion.

Once a core elected membership is established, the VCSE Strategic Partnership may appoint additional members to address the diversity of our communities or gaps in knowledge, geographical representation or communities of interest.

Similarly, if a vacancy arises between elections the VCSE Strategic Partnership may appoint a new member to serve until the next election is due, taking into account those factors that would make it more representative and/or extend its collective expertise.

The period of office for both elected and co-opted members is 4 years. Former members may stand for re-election or be co-opted after a gap of 2 years.

Responsibilities of VCSE Strategic Partnership members are laid out in the member role description.

## **Meetings**

Meetings will be held monthly and, where possible, arranged several months in advance.

The VCSE Strategic Partnership is entrusted to act in the best interests of the sector as a whole. Meetings are transparent and minutes are made available on the website [Gloucestershire VCSE Strategic Partnership \(glosinpartnership.org.uk\)](http://gloucestershire VCSE Strategic Partnership (glosinpartnership.org.uk)). There may be very limited specific circumstances where a discussion is not made public, for instance when it includes confidential information relating to an individual.

In order to function effectively on behalf of the VCSE sector, the VCSE Strategic Partnership needs active and committed participation and members are asked to make this a priority.

## **Chair and deputy chair**

To be decided by VCSE Strategic Partnership members.

## **Quorum**

At least 5 members must be in attendance for the meeting to be quorate.

## **Governance**

All VCSE Strategic Partnership members are responsible for ensuring they work within the principles, values and commitments laid out in the Memorandum of Understanding agreed by the VCSE and One Gloucestershire ICS and fulfil the responsibilities described in the VCSE Strategic Partnership Member role description.

A register of members' interests will be maintained by the Chair and made available to all members. Members should declare at the beginning of each meeting if they have any new conflicts of interest.

VCSE Strategic Partnership members should maintain impartiality when representing the VCSE sector; this means not advantaging any organisation, group or interest at the expense of other VCSE organisations.

Members of the VCSE Strategic Partnership may resign at any time. An individual's membership of the VCSE Strategic Partnership may be terminated if:

- They are absent without good reason for three consecutive meetings.
- They leave the organisation or group where they were working or volunteering at the point they were elected.
- Following a fair and open discussion in which the member has the opportunity to state their case, a simple majority of Strategic Partnership members concludes that the individual has not fulfilled the responsibilities laid out in the role description or has an unreconcilable conflict of interest.

**Review:** October 2025